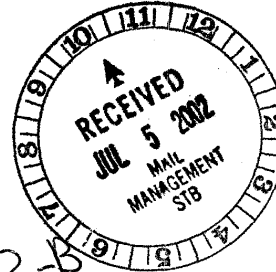# LEXIS® Document Services

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July 3, 2002

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

RECORDATION NO. 22802-B FILED

JUL 8 '02     10-38 AM

SURFACE TRANSPORTATION BOARD

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of April 15, 2002 between the following parties:

Names and address of the following parties:

> Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
> 1211 Avenue of the Americas, New York, NY 10036

> Lessee: **AG PROCESSING INC. A COOPERATIVE**
> 12700 West Dodge Road, P.O.Box 2047, Omaha, NE 68103-2047

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **AG PROCESSING INC** covering 97 tank cars with reporting marks and numbers – DBUX 250261 – DBUX 250475, NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #22802 dated 3/13/00 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars ($30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey

Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this /5$^{th}$ day of
_April_ , 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a
Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New
York, New York 10036 (the "Lessor"), and AG PROCESSING INC A COOPERATIVE,
a Iowa corporation, with an address at 12700 West Dodge Road, P.O. Box 2047, Omaha,
NE 68103-2047 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar
Lease (the "Lease") dated as of December 20, 1999 covering certain equipment pursuant
to a Memorandum of Railcar Lease filed with the Surface Transportation Board on
March 13, 2000 as recordation number 22802.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and
wish to show for the public record the existence of the aforesaid Schedule, the respective
interests therein of the Parties and a description of the equipment (the "Equipment") as set
forth in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be
executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of
which are hereby acknowledged by each of the Parties hereto, by this instrument the
Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance
with the terms and conditions of the Lease, and the Lessee confirms and accepts such
terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on
behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the
execution of the foregoing instrument was the free act and deed of the Lessor. I further
declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: _____

Name: _____ JOSEPH L. MANKOWSKI _____

Title: _____ VICE PRESIDENT/RAIL RESOURCES _____

I certify that I hold the title set forth below, that this instrument was signed on
behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the
execution of the foregoing instrument was the free act and deed of the Lessee. I further
declare under penalty of perjury that the foregoing is true and correct.

AG PROCESSING INC A COOPERATIVE

By: _____

Name: _____ Terry J. Voss _____

Title: _____ Sr. Vice President Transportation _____

RECORDATION NO. 22802-B

JUL 8 '02

SURFACE TRANSPORTATION BOARD

## SCHEDULE A

| Quantity | Equipment Description | Car Marks and Numbers |
|---|---|---|
| 97 | 25,000 through 27,000 gallon capacity tank cars, exterior coiled and insulated with FDA approved food grade gaskets. | |

| # | Mark | Number | # | Mark | Number | # | Mark | Number |
|---|---|---|---|---|---|---|---|---|
| 1 | DBUX | 250261 | 45 | DBUX | 250322 | 89 | DBUX | 250455 |
| 2 | DBUX | 250266 | 46 | DBUX | 250323 | 90 | DBUX | 250457 |
| 3 | DBUX | 250267 | 47 | DBUX | 250324 | 91 | DBUX | 250458 |
| 4 | DBUX | 250268 | 48 | DBUX | 250325 | 92 | DBUX | 250461 |
| 5 | DBUX | 250269 | 49 | DBUX | 250326 | 93 | DBUX | 250464 |
| 6 | DBUX | 250270 | 50 | DBUX | 250327 | 94 | DBUX | 250470 |
| 7 | DBUX | 250271 | 51 | DBUX | 250328 | 95 | DBUX | 250471 |
| 8 | DBUX | 250272 | 52 | DBUX | 250329 | 96 | DBUX | 250474 |
| 9 | DBUX | 250274 | 53 | DBUX | 250330 | 97 | DBUX | 250475 |
| 10 | DBUX | 250276 | 54 | DBUX | 250331 | | | |
| 11 | DBUX | 250278 | 55 | DBUX | 250334 | | | |
| 12 | DBUX | 250279 | 56 | DBUX | 250336 | | | |
| 13 | DBUX | 250280 | 57 | DBUX | 250337 | | | |
| 14 | DBUX | 250281 | 58 | DBUX | 250338 | | | |
| 15 | DBUX | 250282 | 59 | DBUX | 250339 | | | |
| 16 | DBUX | 250283 | 60 | DBUX | 250340 | | | |
| 17 | DBUX | 250284 | 61 | DBUX | 250367 | | | |
| 18 | DBUX | 250285 | 62 | DBUX | 250375 | | | |
| 19 | DBUX | 250286 | 63 | DBUX | 250377 | | | |
| 20 | DBUX | 250287 | 64 | DBUX | 250385 | | | |
| 21 | DBUX | 250288 | 65 | DBUX | 250390 | | | |
| 22 | DBUX | 250289 | 66 | DBUX | 250391 | | | |
| 23 | DBUX | 250290 | 67 | DBUX | 250393 | | | |
| 24 | DBUX | 250291 | 68 | DBUX | 250394 | | | |
| 25 | DBUX | 250292 | 69 | DBUX | 250395 | | | |
| 26 | DBUX | 250293 | 70 | DBUX | 250396 | | | |
| 27 | DBUX | 250295 | 71 | DBUX | 250397 | | | |
| 28 | DBUX | 250296 | 72 | DBUX | 250398 | | | |
| 29 | DBUX | 250297 | 73 | DBUX | 250399 | | | |
| 30 | DBUX | 250298 | 74 | DBUX | 250404 | | | |
| 31 | DBUX | 250299 | 75 | DBUX | 250407 | | | |
| 32 | DBUX | 250300 | 76 | DBUX | 250416 | | | |
| 33 | DBUX | 250301 | 77 | DBUX | 250418 | | | |
| 34 | DBUX | 250303 | 78 | DBUX | 250422 | | | |
| 35 | DBUX | 250305 | 79 | DBUX | 250428 | | | |
| 36 | DBUX | 250308 | 80 | DBUX | 250429 | | | |
| 37 | DBUX | 250314 | 81 | DBUX | 250431 | | | |
| 38 | DBUX | 250315 | 82 | DBUX | 250437 | | | |
| 39 | DBUX | 250316 | 83 | DBUX | 250438 | | | |
| 40 | DBUX | 250317 | 84 | DBUX | 250448 | | | |
| 41 | DBUX | 250318 | 85 | DBUX | 250450 | | | |
| 42 | DBUX | 250319 | 86 | DBUX | 250451 | | | |
| 43 | DBUX | 250320 | 87 | DBUX | 250453 | | | |
| 44 | DBUX | 250321 | 88 | DBUX | 250454 | | | |

AGP1003-97